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GRAND BRILLIANCE GROUP HOLDINGS LIMITED

君百延集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8372)

(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; (2) CHANGE IN COMPOSITION OF THE BOARD COMMITTEES; AND (3) NON-COMPLIANCE WITH RULES 5.05(1), 5.05(2), 5.28 and 5.34 OF THE GEM LISTING RULES

The board (the “**Board**”) of directors (the “**Directors**”) of Grand Brilliance Group Holdings Limited (the “**Company**”) hereby announces that Mr. Mui Wai Sum (“**Mr. Mui**”) has resigned as an independent non-executive director of the Company (the “**INED**”) and chairman and member of the audit committee and member of remuneration committee of the Company with effect from 14 March 2025 due to his other business commitments.

Mr. Mui has confirmed that he has no disagreement with the Board and there is no matter with respect to his resignation that needs to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Mui for his valuable contributions to the Group during his tenure of office.

NON-COMPLIANCE WITH RULES 5.05(1), 5.05(2), 5.28 AND 5.34 OF THE GEM LISTING RULES

Following the resignation of Mr. Mui with effect from 14 March 2025, the Company is not in compliance with (i) 5.05(1) of the GEM Listing Rules, which stipulates that every board of directors of a listed issuer must include at least three independent non-executive directors; (ii) Rule 5.05(2) of the GEM Listing Rules, which stipulates that at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise; (iii) Rule 5.28 of the GEM Listing Rules, which stipulates that every listed issuer must establish an audit committee comprising a minimum of three members, at least one of whom is an independent non-executive director with appropriate professional qualifications or accounting or

related financial management expertise as required in Rule 5.05(2) of the GEM Listing Rules, and be chaired by an independent non-executive director; and (iv) Rule 5.34 of the GEM Listing Rules, which stipulates that an issuer must establish a remuneration committee comprising a majority of independent non-executive directors.

The Board will make its best endeavours to identify a suitable candidate to fill the vacancy as soon as practicable in order to ensure compliance by the Company with the above requirements under the GEM Listing Rules. The Company will make further announcement(s) as and when appropriate.

By order of the Board
Grand Brilliance Group Holdings Limited
Wong Bik Kwan Bikie
Chairman and Chief Executive Officer

Hong Kong, 14 March 2025

As at the date of this announcement, the executive Director is Ms. Wong Bik Kwan Bikie; the non-executive Directors are Dr. Miu Yin Shun Andrew and Mr. Chiu Man Wai; and the independent non-executive Directors are Mr. Ng Leung Sing SBS, JP and Mr. Chow Ming Po.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Announcements” page of the website of Stock Exchange (www.hkexnews.hk) for at least seven days from the date of its publication and the website of the Company (www.grandbrilliancegroup.com).